

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

The name of the reporting company is Added Capital Inc. (the "Issuer" or "Added"). Its registered office is 25 King Street West, Suite 1450, Toronto, ON M5L 2A1.

**Item 2 Date of Material Change**

The material changes occurred on May 10, 2016.

**Item 3 News Release**

A press release in connection with the material change was issued in Ontario on May 12, 2016, a copy of which as issued is annexed hereto as Schedule "A".

**Item 4 Summary of Material Change**

The Issuer has announced that Don Rogers has resigned from the Board of Directors effective immediately.

**Item 5 Full Description of Material Change**

The Issuer has announced that Don Rogers has resigned from the Board of Directors effective immediately.

**Item 6 & 7 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102 and Omitted Information**

The Issuer is not relying on 7.1(2) or (3) of National Instrument 51-102 for the filing of this report nor is any information being omitted in reliance thereon.

**Item 8 Executive Officer**

For further information with respect to this report, please contact Vic Alboini, Chief Executive Officer of the Issuer, at: (647) 352-8180.

**Item 9 Date of Report**

**DATED** at Toronto, Ontario this 12<sup>th</sup> day of May, 2016

**Added Capital Inc.**

(signed Vic Alboini)

Per:

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Vic Alboini  
Chief Executive Officer

## **Schedule “A”**

### **JAGUAR FINANCIAL AND ADDED CAPITAL ANNOUNCE RESIGNATION OF DIRECTOR**

TORONTO, CANADA – May 12, 2016 – Jaguar Financial Corporation (JFC - TSXV) (“Jaguar”) and Added Capital Inc. (AAD – TSXV) (“Added”) announced the resignation of Don Rogers, for personal reasons, from the Board of Directors of both Jaguar and Added effective immediately.

The Boards of Jaguar and Added would like to thank him for his valuable contributions and wish him the best of luck with his future endeavors.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

#### **About Jaguar Financial Corporation**

Jaguar is a Canadian merchant bank that generally invests in undervalued, overlooked and underappreciated public companies where Jaguar determines that one or more changes could be made to create shareholder value.

#### **About Added Capital Inc.**

Added Capital Inc. is a financial advisory firm and merchant bank, with a specialization in mergers and acquisitions, merchant banking investments, risk arbitrage merger and acquisition investments, financial restructurings, proxy solicitation and information agent services.

For additional information on this press release, please contact:

Vic Alboini, Chairman & Chief Executive Officer  
Jaguar Financial Corporation and Added Capital Inc.  
416-483-3760